

**Exhibit B**

**Invoices**

# Holland & Knight

P.O. Box 864084 | Orlando, FL 32886-4084

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RREAF O&G Portfolio #2, LLC  
4245 N. Central Expressway  
Suite 420  
Dallas, TX 75205

October 12, 2015  
Invoice: 3249651  
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For professional services rendered through September 30, 2015 in connection with the following:

Our Matter: 146045.00002  
RREAF Ch. 11 Bankruptcy Proceeding

## TASK/ ACTIVITY

### BOPS Business Operations

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/8/15	Joseph A. Steinberg	Review prepetition loan documents.	5.90	575.00	3,392.50
7/10/15	Mitchell J. Geller	Analysis of issues and prepare e-mail to B. Jones and J. Steinberg regarding legal issues.	2.20	735.00	1,617.00
7/14/15	Brian J. Smith	Attend to cash management issues.	4.20	545.00	2,289.00
7/15/15	Brent R. McIlwain	Analyze issues regarding operations.	0.60	670.00	402.00
7/20/15	Robert W. Jones	Telephone conference with client (.7); telephone conference with franchise counsel (.6); telephone conference with expert witness (1.4).	2.70	770.00	2,079.00
7/29/15	Mitchell J. Geller	Telephone call with B. Jones regarding motions before Bankruptcy Court and strategy.	0.70	735.00	514.50
8/11/15	Brent R. McIlwain	Review and analyze issues regarding Channel Point request (1.1); correspondence regarding same (0.5).	1.60	670.00	1,072.00
8/11/15	Robert W. Jones	Assist J. Moyer with property operational matters.	1.30	770.00	1,001.00
8/12/15	Robert W. Jones	Advise client regarding operational issues.	0.80	770.00	616.00
8/17/15	Robert W. Jones	Teleconference with client.	0.70	770.00	539.00
8/24/15	Robert W. Jones	Coordinate operational matters; teleconference with client regarding same (0.4); teleconference with client regarding operations (0.8).	1.20	770.00	924.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
8/31/15	Robert W. Jones	Teleconference with client regarding operations.	0.80	770.00	616.00
9/1/15	Robert W. Jones	Teleconference with client regarding operational issues (1.6); teleconference with client regarding same (.7); teleconference with client (.4).	2.70	770.00	2,079.00
9/2/15	Robert W. Jones	Teleconference with client (.7); teleconference with client (.8); teleconference with client (.8).	2.30	770.00	1,771.00
9/3/15	Robert W. Jones	Teleconference with client regarding operational matters (.5); teleconference with client regarding operations (.6); teleconference with client regarding operations (.8).	1.90	770.00	1,463.00
9/14/15	Robert W. Jones	Teleconference with client.	0.80	770.00	616.00
9/16/15	Robert W. Jones	Teleconference with client.	0.60	770.00	462.00
9/17/15	Robert W. Jones	Teleconference with client regarding operations (0.4); teleconference with client (0.3).	0.70	770.00	539.00
9/18/15	Robert W. Jones	Teleconference with client regarding operational matters.	0.60	770.00	462.00
9/21/15	Robert W. Jones	Teleconference with client.	0.40	770.00	308.00
9/22/15	Robert W. Jones	Teleconference regarding operational issues.	0.80	770.00	616.00
9/23/15	Robert W. Jones	Assist with budgeting matters.	0.70	770.00	539.00
9/25/15	Robert W. Jones	Teleconference with client.	0.70	770.00	539.00
<b>BOPS Business Operations</b>			<b>34.90</b>		<b>24,456.00</b>

## TASK/ ACTIVITY

### CADM Case Administration

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/8/15	Alvin F. Benton, Jr.	Continue revising and preparing Motions for bankruptcy filing; conferences regarding Motions.	4.60	310.00	1,426.00
7/8/15	Brent R. McIlwain	Attend to matters regarding filings, including revising motions and reviewing other filing materials (6.5); calls regarding filing (0.9); correspondence regarding filing	8.50	670.00	5,695.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
		(0.6); analyze issues (0.5).			
7/8/15	Brian J. Smith	Prepare and coordinate filing of petitions and first day materials.	9.80	545.00	5,341.00
7/8/15	Robert W. Jones	Review, revise first day pleadings (3.2); teleconferences with client regarding post-filing operational matters (1.6).	4.80	770.00	3,696.00
7/9/15	Brent R. McIlwain	Prepare for first day hearings, including reviewing exhibits, preparing witnesses; and related matters (8.2); correspondence (0.6); travel to San Antonio (1/2 time X 3 hrs=1.5).	10.30	670.00	6,901.00
7/9/15	Brian J. Smith	Assist with preparation for first day hearings.	5.70	545.00	3,106.50
7/9/15	Robert W. Jones	Meetings with client regarding preparation for first day hearings (3.8); multiple teleconferences with client regarding status, strategy (2.2); travel to San Antonio (1/2 x 3 hrs = 1.5).	7.50	770.00	5,775.00
7/10/15	Brent R. McIlwain	Prepare for hearings (4.8); confer with opposing counsel regarding motions (0.5); attend hearing (1.5); follow-up meetings (0.6); return travel (1/2 X 3hrs=1.5 hrs).	8.90	670.00	5,963.00
7/10/15	Brian J. Smith	Assist with preparations for first day hearings (1.2); prepare and revise first day orders (2.1).	3.30	545.00	1,798.50
7/10/15	Robert W. Jones	Prepare for, attend hearing (6.0); travel to Dallas (1/2 x 3 = 1.5 hrs).	7.50	770.00	5,775.00
7/12/15	Brent R. McIlwain	Revise orders (0.8); correspondence regarding same (0.1).	0.90	670.00	603.00
7/13/15	Brent R. McIlwain	Finalize orders for submission (2.2); calls regarding status (0.8); correspondence (0.3).	3.30	670.00	2,211.00
7/13/15	Brian J. Smith	Coordinate revision and submission of orders (2.0); attend to cash management issues (2.5).	4.50	545.00	2,452.50
7/13/15	Robert W. Jones	Teleconference with client regarding status, strategy.	0.80	770.00	616.00
7/14/15	Brent R. McIlwain	Attend to matters regarding case administration (0.9); calls regarding status (0.5); correspondence (0.3).	1.70	670.00	1,139.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/14/15	Brian J. Smith	Prepare revised cash management order.	0.70	545.00	381.50
7/15/15	Brent R. McIlwain	Calls regarding status (0.5); correspondence (0.4).	0.90	670.00	603.00
7/15/15	Brian J. Smith	Attend to cash management issues (3.5); coordinate service of orders and notices (0.5).	4.00	545.00	2,180.00
7/16/15	Brent R. McIlwain	Calls regarding status (0.5); correspondence (0.5); analyze issues regarding strategy (0.6).	1.60	670.00	1,072.00
7/16/15	Brian J. Smith	Attend to cash management matters (2.8); attend to case administration matters (1.6).	4.20	545.00	2,289.00
7/17/15	Brian J. Smith	Prepare materials regarding schedules and SOFAs (2.5); prepare and revise pleading exhibits (3.8).	6.30	545.00	3,433.50
7/18/15	Brent R. McIlwain	Review pleadings (0.5); analyze issues (0.5); correspondence (0.2).	1.20	670.00	804.00
7/20/15	Brent R. McIlwain	Attend to matters regarding reporting (1.5); correspondence (0.5); calls regarding status (0.5).	2.50	670.00	1,675.00
7/21/15	Brent R. McIlwain	Calls regarding status (1.3); analyze issues (0.8); correspondence (0.4).	2.50	670.00	1,675.00
7/22/15	Brian J. Smith	Research regarding case administration issues (1.5); respond to creditor inquiries (0.4).	2.10	545.00	1,144.50
7/23/15	Brian J. Smith	Research regarding case administration issues (3.2); prepare emergency motions (3.5).	6.70	545.00	3,651.50
7/24/15	Brent R. McIlwain	Analyze issues (2.1); prepare for hearing (1.8); correspondence (0.3); calls regarding status (0.3).	4.50	670.00	3,015.00
7/24/15	Brian J. Smith	Revise and coordinate service of emergency motions.	6.50	545.00	3,542.50
7/27/15	Brent R. McIlwain	Prepare for hearing (2.8); multiple calls regarding same (2.1); review objections and analyze issues (1.6).	6.50	670.00	4,355.00
7/27/15	Brian J. Smith	Assist with preparation for cash collateral hearing (1.7); prepare case administration materials (2.4).	4.10	545.00	2,234.50

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/28/15	Brent R. McIlwain	Attend to matters regarding other motions filed in case (2.5); travel to San Antonio for hearing (1/2 of 3 hrs = 1.5 hrs).	4.00	670.00	2,680.00
7/28/15	Brian J. Smith	Review and assist with preparation for hearing.	4.30	545.00	2,343.50
7/29/15	Alvin F. Benton, Jr.	Research case law regarding debtor related issues.	1.00	310.00	310.00
7/29/15	Brent R. McIlwain	Prepare for hearing (6.5); participate in hearing (1.5); follow-up meetings (1.5); return travel (1/2 of 3 hrs = 1.5 hrs).	10.00	670.00	6,700.00
7/29/15	Brian J. Smith	Attend to case administration issues.	1.30	545.00	708.50
7/29/15	Robert W. Jones	Multiple telephone conferences with client regarding status, strategy.	1.10	770.00	847.00
7/30/15	Alvin F. Benton, Jr.	Research case law regarding debtor related issues.	1.00	310.00	310.00
7/30/15	Brent R. McIlwain	Revise orders (1.1); correspondence (.5); calls regarding status (0.6).	2.20	670.00	1,474.00
7/31/15	Alvin F. Benton, Jr.	Research case law regarding debtor related issues.	0.60	310.00	186.00
7/31/15	Brent R. McIlwain	Attend to matters regarding orders (0.9); prepare for and attend meeting regarding status and strategy (2.5); correspondence (0.5); calls regarding status (0.6).	4.50	670.00	3,015.00
7/31/15	Brian J. Smith	Revise and submit proposed orders (0.8); prepare case administration materials (0.4).	1.20	545.00	654.00
7/31/15	Robert W. Jones	Prepare for client meeting (1.0); meeting with client (2.5).	3.50	770.00	2,695.00
8/3/15	Robert W. Jones	Teleconference with client (0.6); teleconference with client (0.8).	1.40	770.00	1,078.00
8/4/15	Robert W. Jones	Teleconference with client.	1.20	770.00	924.00
8/5/15	Brent R. McIlwain	Calls regarding case status.	0.80	670.00	536.00
8/6/15	Brian J. Smith	Compile case administration materials.	0.60	545.00	327.00
8/7/15	Robert W. Jones	Teleconference with client (0.4); teleconference with client (0.5).	0.90	770.00	693.00
8/10/15	Brent R. McIlwain	Calls regarding status (0.8); review materials (0.5); correspondence (0.3).	1.60	670.00	1,072.00
8/12/15	Brent R. McIlwain	Calls with client regarding status.	1.20	670.00	804.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
8/13/15	Brent R. McIlwain	Call regarding status (0.5); analyze issues regarding strategy (1.8).	2.30	670.00	1,541.00
8/13/15	Joseph A. Steinberg	Analyze issues regarding restructuring.	1.50	575.00	862.50
8/14/15	Brian J. Smith	Attend to case administration matters.	0.30	545.00	163.50
8/17/15	Brian J. Smith	Attend to case administration issues.	1.00	545.00	545.00
8/18/15	Brent R. McIlwain	Correspondence regarding status (0.3); analyze issues (0.5).	0.80	670.00	536.00
8/18/15	Robert W. Jones	Teleconference with client (0.3); teleconference with client (0.5); teleconference with client (0.4).	1.20	770.00	924.00
8/19/15	Brian J. Smith	Attend to case administration matters.	2.00	545.00	1,090.00
8/19/15	Robert W. Jones	Teleconference with client.	0.80	770.00	616.00
8/20/15	Joseph A. Steinberg	Attention to restructuring matters; conference with B. Jones to discuss same.	2.50	575.00	1,437.50
8/24/15	Brent R. McIlwain	Calls regarding status (0.5); analyze issues (0.6).	1.10	670.00	737.00
8/24/15	Joseph A. Steinberg	Attention to restructuring issues.	0.70	575.00	402.50
8/26/15	Brent R. McIlwain	Attend to matters regarding case status.	0.70	670.00	469.00
8/26/15	Brian J. Smith	Attend to case management issues.	2.20	545.00	1,199.00
8/27/15	Brian J. Smith	Attend to case management issues.	0.60	545.00	327.00
8/28/15	Brent R. McIlwain	Calls regarding status (0.8); correspondence (0.3).	1.10	670.00	737.00
8/28/15	Brian J. Smith	Attend to case administration issues.	0.80	545.00	436.00
8/31/15	Brent R. McIlwain	Analyze issues (0.5); correspondence (0.3).	0.90	670.00	603.00
8/31/15	Brian J. Smith	Attend to case administration matters.	0.60	545.00	327.00
9/1/15	Brent R. McIlwain	Calls regarding status (.5); correspondence (.3); analyze issues (.3).	1.10	670.00	737.00
9/1/15	Brian J. Smith	Attend to case administration issues.	1.70	545.00	926.50
9/1/15	Robert W. Jones	Teleconference with client.	0.80	770.00	616.00
9/2/15	Brent R. McIlwain	Various calls regarding case status (.6); analyze issues regarding same (.5).	1.10	670.00	737.00
9/2/15	Brian J. Smith	Prepare case administration materials.	2.20	545.00	1,199.00
9/3/15	Brent R. McIlwain	Attend to matters regarding case status.	0.90	670.00	603.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
9/3/15	Brian J. Smith	Prepare case administration materials.	2.10	545.00	1,144.50
9/3/15	Robert W. Jones	Teleconference with client regarding case matters.	1.00	770.00	770.00
9/4/15	Brent R. McIlwain	Attend to matters regarding case administration.	0.60	670.00	402.00
9/4/15	Brian J. Smith	Revise utility stipulation.	1.20	545.00	654.00
9/4/15	Robert W. Jones	Teleconference with client (.7); teleconference with client (.6).	1.30	770.00	1,001.00
9/8/15	Brian J. Smith	Finalize and submit utility stipulation.	1.60	545.00	872.00
9/8/15	Robert W. Jones	Teleconference with client (.4); teleconference with client (.7).	1.10	770.00	847.00
9/9/15	Brian J. Smith	Attend to case administration matters.	2.00	545.00	1,090.00
9/10/15	Brian J. Smith	Attend to case administration issues.	0.70	545.00	381.50
9/11/15	Brent R. McIlwain	Review materials and correspondence regarding status.	0.40	670.00	268.00
9/11/15	Brian J. Smith	Attend to case administration matters.	1.00	545.00	545.00
9/12/15	Brian J. Smith	Review case administration materials.	2.50	545.00	1,362.50
9/14/15	Brent R. McIlwain	Attend to matters regarding case administration (1.1); calls regarding same (.3).	1.40	670.00	938.00
9/14/15	Brian J. Smith	Attend to case administration matters.	1.30	545.00	708.50
9/14/15	Robert W. Jones	Teleconference with client (.3); teleconference with client (.4); teleconference with client (.6).	1.30	770.00	1,001.00
9/15/15	Brian J. Smith	Prepare case administration materials.	0.60	545.00	327.00
9/15/15	Robert W. Jones	Teleconference with client (.4); teleconference with client (1.2).	1.60	770.00	1,232.00
9/16/15	Brent R. McIlwain	Attend to matters regarding case administration.	0.60	670.00	402.00
9/16/15	Brian J. Smith	Attend to case administration matters.	0.50	545.00	272.50
9/16/15	Robert W. Jones	Teleconference with client.	0.40	770.00	308.00
9/17/15	Brian J. Smith	Attend to case administration issues.	2.00	545.00	1,090.00
9/18/15	Brian J. Smith	Attend to case administration issues.	1.20	545.00	654.00
9/21/15	Brian J. Smith	Review case administration issues.	4.80	545.00	2,616.00



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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
9/21/15	Robert W. Jones	Assist with administrative matters.	0.40	770.00	308.00
9/22/15	Brent R. McIlwain	Attend to matters regarding cash administration.	0.60	670.00	402.00
9/22/15	Brian J. Smith	Attend to case administration issues.	2.80	545.00	1,526.00
9/22/15	Joseph A. Steinberg	Attention to restructuring matters.	0.50	575.00	287.50
9/23/15	Brent R. McIlwain	Attend to matters regarding case administration.	0.60	670.00	402.00
9/23/15	Brian J. Smith	Attend to case administration matters.	1.70	545.00	926.50
9/23/15	Joseph A. Steinberg	Attention to restructuring matters.	1.80	575.00	1,035.00
9/24/15	Brian J. Smith	Prepare case administration materials.	1.60	545.00	872.00
9/25/15	Brian J. Smith	Review case administration issues.	5.60	545.00	3,052.00
9/28/15	Brian J. Smith	Attend to case administration issues.	1.20	545.00	654.00
9/29/15	Brian J. Smith	Analysis of case administration issues.	4.20	545.00	2,289.00
9/29/15	Steven C. Patterson	Verify Debtor names and jurisdictions; placed lien searches, per B. Smith and B. McIlwain.	0.50	220.00	110.00
9/30/15	Brian J. Smith	Attend to case administration matters.	2.50	545.00	1,362.50
9/30/15	Priscilla A. Tobias	Review correspondence from B. McIlwain and send correspondence to CT regarding status of lien searches; review lien search results and chart and send to B. Smith and B. McIlwain.	0.50	190.00	95.00
<b>CADM Case Administration</b>			<b>263.40</b>		<b>161,891.00</b>

## TASK/ ACTIVITY

### CCOL Cash Collateral

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/14/15	Robert W. Jones	Preparation for cash collateral hearing.	1.10	770.00	847.00
7/16/15	Robert W. Jones	Assist client with budget preparation (.8); preparation of testimony for cash collateral hearing (1.3).	2.10	770.00	1,617.00
7/17/15	Robert W. Jones	Assist with preparation of evidence for cash collateral hearing.	1.60	770.00	1,232.00
7/22/15	Brent R. McIlwain	Calls with HVS regarding appraisals (1.8); analyze issues (0.5); correspondence (0.2).	2.50	670.00	1,675.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/23/15	Brent R. McIlwain	Attend to matters cash collateral (1.5); correspondence and calls (0.6).	2.10	670.00	1,407.00
7/23/15	Robert W. Jones	Telephone conferences with franchise counsel regarding budget matters (.8); review budget (.6).	1.40	770.00	1,078.00
7/28/15	Brent R. McIlwain	Prepare for hearing.	4.80	670.00	3,216.00
8/3/15	Brent R. McIlwain	Multiple calls regarding cash collateral issues (0.5); correspondence (0.2); analyze issues (0.4).	1.10	670.00	737.00
8/4/15	Brent R. McIlwain	Analyze issues (0.3); call regarding cash collateral hearing (0.3).	0.60	670.00	402.00
8/6/15	Brent R. McIlwain	Correspondence regarding cash collateral hearing (0.2); analyze issues (0.3).	0.50	670.00	335.00
8/7/15	Brent R. McIlwain	Analyze issues (0.5); calls regarding same (0.4); correspondence (0.2).	1.10	670.00	737.00
8/11/15	Brent R. McIlwain	Attend to matters regarding cash collateral hearing (0.5); correspondence regarding same (0.2); analyze issues (0.4).	1.10	670.00	737.00
8/12/15	Brent R. McIlwain	Review materials (0.6); call regarding valuation hearing (0.2).	0.80	670.00	536.00
8/17/15	Robert W. Jones	Teleconference with client (0.6); negotiations regarding cash collateral use (0.7).	1.30	770.00	1,001.00
8/18/15	Brent R. McIlwain	Correspondence regarding status (0.3); analyze issues (0.5).	0.80	670.00	536.00
8/19/15	Brent R. McIlwain	Analyze issues (0.6); correspondence (0.3); calls regarding status (0.3).	1.20	670.00	804.00
8/19/15	Robert W. Jones	Assist with cash collateral negotiations.	0.60	770.00	462.00
8/20/15	Brent R. McIlwain	Correspondence regarding status (0.2); analyze issues (0.9).	1.10	670.00	737.00
8/20/15	Robert W. Jones	Review order.	0.70	770.00	539.00
8/21/15	Brent R. McIlwain	Work on settlement proposal (1.4); calls regarding same (0.4).	1.80	670.00	1,206.00
8/25/15	Brent R. McIlwain	Revisions to cash collateral order (0.8); analyze issues (0.5); correspondence (0.2).	1.50	670.00	1,005.00
8/25/15	Robert W. Jones	Review cash collateral order and discuss with client.	0.80	770.00	616.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
8/28/15	Brent R. McIlwain	Review mark-up of order (0.5); analyze issues (0.4).	0.90	670.00	603.00
8/31/15	Brent R. McIlwain	Analyze issues (0.3); calls regarding status (0.3).	0.60	670.00	402.00
8/31/15	Robert W. Jones	Teleconference with client regarding cash collateral negotiations.	0.70	770.00	539.00
9/2/15	Robert W. Jones	Review and revise draft order; assist client regarding same.	0.80	770.00	616.00
9/3/15	Brent R. McIlwain	Attend to cash collateral issues (.8); calls regarding same (.3).	1.10	670.00	737.00
9/8/15	Brent R. McIlwain	Attend to matters regarding cash collateral.	1.30	670.00	871.00
9/8/15	Robert W. Jones	Review revisions to cash collateral order.	0.40	770.00	308.00
9/14/15	Brent R. McIlwain	Analyze issues regarding cash collateral (.5); calls regarding status (.6); review reporting (.5).	1.60	670.00	1,072.00
9/15/15	Brent R. McIlwain	Attend to matters regarding cash collateral (.9); review cash collateral budget and other cash collateral reports (.8); calls regarding same (.5).	2.20	670.00	1,474.00
9/16/15	Brent R. McIlwain	Review revised cash collateral order (.4); analyze issues regarding same (.3); correspondence (.2).	0.90	670.00	603.00
9/16/15	Robert W. Jones	Teleconference with client (0.4); review draft of order and budget (0.7).	1.10	770.00	847.00
9/17/15	Brent R. McIlwain	Correspondence regarding cash collateral budget (.3); review materials (.4); analyze issues (.2).	0.90	670.00	603.00
9/17/15	Robert W. Jones	Teleconference with client regarding budget.	0.60	770.00	462.00
9/18/15	Brent R. McIlwain	Correspondence regarding cash collateral (.2); review materials (.3); calls regarding same (.6).	1.10	670.00	737.00
9/18/15	Brian J. Smith	Review and circulated cash collateral materials.	1.00	545.00	545.00
9/21/15	Brent R. McIlwain	Attend to matters regarding cash collateral.	0.50	670.00	335.00
9/21/15	Robert W. Jones	Teleconference with client.	0.50	770.00	385.00
9/22/15	Brent R. McIlwain	Call with J. Moyer regarding cash collateral budget (.8); review budget (.3);	1.30	670.00	871.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
		correspondence (.2).			
9/22/15	Robert W. Jones	Assist client regarding cash collateral issues.	0.30	770.00	231.00
9/23/15	Brent R. McIlwain	Attend to matters regarding cash collateral budget and order.	0.80	670.00	536.00
9/24/15	Brent R. McIlwain	Analyze issues regarding cash collateral (.5); calls regarding same (.3).	0.80	670.00	536.00
9/24/15	Brian J. Smith	Revise and circulated cash collateral materials.	1.70	545.00	926.50
9/25/15	Brent R. McIlwain	Review materials (.5); calls with Spectrum's counsel regarding cash collateral (.3); review reporting and correspondence (.5).	1.30	670.00	871.00
9/25/15	Robert W. Jones	Teleconference with client.	0.60	770.00	462.00
9/28/15	Brian J. Smith	Review cash collateral materials.	2.20	545.00	1,199.00
9/28/15	Robert W. Jones	Teleconferences with client regarding cash collateral issues.	0.60	770.00	462.00
9/29/15	Brent R. McIlwain	Analyze issues regarding cash collateral (.6); review documents (.4); calls regarding status (.3).	1.30	670.00	871.00
9/29/15	Brian J. Smith	Correspondence with client regarding cash collateral matters.	1.00	545.00	545.00
9/29/15	Robert W. Jones	Teleconference with client regarding budget matters.	0.30	770.00	231.00
9/30/15	Brent R. McIlwain	Analyze issues (.5); calls regarding same (.4).	0.90	670.00	603.00
	<b>CCOL</b>	<b>Cash Collateral</b>	<b>59.90</b>		<b>40,945.50</b>

## TASK/ ACTIVITY

### FEAP Fee/Employment Applications

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/14/15	Alvin F. Benton, Jr.	Prepare drafts of Application for Employment of HK and Interim Compensation Motion; review local rules regarding preparation of Motion and Application.	2.80	310.00	868.00
7/15/15	Alvin F. Benton, Jr.	Continue preparing Application for Employment of HK and Interim Compensation Motion; review local rules	2.10	310.00	651.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
		regarding preparation of Motion and Application.			
8/4/15	Brian J. Smith	Draft employment application and interim compensation motion.	1.80	545.00	981.00
8/6/15	Brent R. McIlwain	Review and comments to employment application (0.9); review and comments to draft interim compensation motion (0.6).	1.50	670.00	1,005.00
8/6/15	Brian J. Smith	Review and revise employment application and interim compensation motion.	1.20	545.00	654.00
8/7/15	Brent R. McIlwain	Review and finalize employment application (0.6); correspondence regarding same (0.5).	1.10	670.00	737.00
8/7/15	Brian J. Smith	Revise and coordinate service of employment application.	1.50	545.00	817.50
	<b>FEAP</b>	<b>Fee/Employment Applications</b>	<b>12.00</b>		<b>5,713.50</b>

## TASK/ ACTIVITY

### MTCR Meetings of Creditors

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/30/15	Brian J. Smith	Coordinate preparation of IDI materials (2.4); prepare case administration materials (0.5).	2.90	545.00	1,580.50
7/31/15	Brian J. Smith	Coordinate preparation of materials for IDI interview.	1.20	545.00	654.00
8/3/15	Brian J. Smith	Prepare materials for IDI interview (3.5); prepare case administration materials (1.2).	4.70	545.00	2,561.50
8/4/15	Brian J. Smith	Prepare for and attend IDI meeting.	1.30	545.00	708.50
8/6/15	Brian J. Smith	Conversations with client regarding SOFAs.	0.50	545.00	272.50
8/7/15	Brian J. Smith	Review and revise schedules and SOFAs.	4.20	545.00	2,289.00
8/7/15	Robert W. Jones	Assist with preparation of schedules.	0.70	770.00	539.00
8/8/15	Brian J. Smith	Review and revise schedules and SOFAs.	4.40	545.00	2,398.00
8/10/15	Brian J. Smith	Revise and coordinate submission of schedules and SOFAs.	6.50	545.00	3,542.50
8/10/15	Robert W. Jones	Teleconference with J. Moyer regarding schedules.	0.80	770.00	616.00
8/13/15	Brian J. Smith	Prepare for and attend IDI meeting (2.5); travel to and from Midland for IDI meeting	6.80	545.00	3,706.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
		(8.6 total, 4.3 not charged).			
		<b>MTCR Meetings of Creditors</b>	<b>34.00</b>		<b>18,867.50</b>

## TASK/ ACTIVITY

### PLAN Plan and Disclosure Statement

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
8/13/15	Robert W. Jones	Meeting with client regarding strategy.	1.10	770.00	847.00
8/14/15	Robert W. Jones	Teleconference with client regarding strategy.	0.80	770.00	616.00
9/18/15	Brent R. McIlwain	Analyze restructuring options.	0.60	670.00	402.00
9/23/15	Robert W. Jones	Work on preparation of terms of a plan; consult with client regarding same.	1.20	770.00	924.00
9/24/15	Brent R. McIlwain	Analyze plan issues (.6); calls regarding same (.6).	1.20	670.00	804.00
9/24/15	Robert W. Jones	Assist with plan formulation.	0.80	770.00	616.00
9/28/15	Brent R. McIlwain	Meeting regarding strategy (1.1); analyze issues regarding same (1.2); prepare Plan materials (1.8).	4.10	670.00	2,747.00
9/28/15	Robert W. Jones	Meet with client (1.4); work on plan terms (1.5).	2.90	770.00	2,233.00
9/29/15	Brent R. McIlwain	Work on plan options (.9); correspondence (.2); calls regarding same (.3).	1.40	670.00	938.00
9/29/15	Robert W. Jones	Assist client with plan formulation.	1.50	770.00	1,155.00
9/30/15	Robert W. Jones	Work on plan formulation.	1.00	770.00	770.00
		<b>PLAN Plan and Disclosure Statement</b>	<b>16.60</b>		<b>12,052.00</b>

## TASK/ ACTIVITY

### RFIN Refinance and/or Capital Raise

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
7/14/15	Robert W. Jones	Assist with negotiations regarding take out financing.	1.30	770.00	1,001.00
7/15/15	Robert W. Jones	Multiple teleconferences with client regarding refinancing.	1.60	770.00	1,232.00
7/17/15	Brent R. McIlwain	Attend to matters regarding refinance	1.20	670.00	804.00

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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
		proposal.			
7/20/15	Brian J. Smith	Revise motion regarding financing proposal.	2.40	545.00	1,308.00
7/21/15	Brian J. Smith	Revise and file motion to approve proposed financing.	3.50	545.00	1,907.50
7/21/15	Robert W. Jones	Teleconference with client (.8); teleconference with client (1.0); teleconference with expert regarding preparation for hearing (1.0).	2.80	770.00	2,156.00
7/22/15	Robert W. Jones	Teleconference with client (.4); teleconference with client (.5); prepare for hearing (.6).	1.50	770.00	1,155.00
7/25/15	Brian J. Smith	Analysis of financing issues.	6.50	545.00	3,542.50
7/26/15	Brian J. Smith	Analysis of financing issues (4.2); correspondence regarding research results (1.3).	5.50	545.00	2,997.50
7/27/15	Brian J. Smith	Prepare proposed reply brief.	5.20	545.00	2,834.00
7/28/15	Brian J. Smith	Revise proposed reply brief.	6.20	545.00	3,379.00
7/28/15	Robert W. Jones	Review, revise reply brief regarding refinance motion (4.2); assist with preparation for hearing (1.2).	5.40	770.00	4,158.00
7/29/15	Brian J. Smith	Revise and coordinate service of reply brief.	1.00	545.00	545.00
7/30/15	Robert W. Jones	Teleconferences with client regarding status, strategy.	1.30	770.00	1,001.00
8/3/15	Brent R. McIlwain	Attend to matters regarding Atalaya term sheet.	0.60	670.00	402.00
8/4/15	Brent R. McIlwain	Attend to matters regarding refinance proposal (0.3); correspondence regarding same (0.1).	0.40	670.00	268.00
8/10/15	Robert W. Jones	Teleconference with client regarding refinancing (0.4); review materials regarding same (0.8).	1.20	770.00	924.00
8/11/15	Robert W. Jones	Assist client with facilitating refinancing transaction.	1.40	770.00	1,078.00
8/13/15	Robert W. Jones	Teleconference with client regarding refinancing efforts.	1.20	770.00	924.00
8/14/15	Joseph A. Steinberg	Analysis of restructuring of transaction; conference with B. Jones and B. McIlwain to discuss same.	2.00	575.00	1,150.00



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<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
8/14/15	Robert W. Jones	Teleconference with client regarding restructuring efforts.	0.80	770.00	616.00
9/18/15	Robert W. Jones	Teleconference with client (0.4); teleconference with client (0.3).	0.70	770.00	539.00
9/21/15	Brent R. McIlwain	Call regarding status of financing (.3); analyze issues (.5).	0.80	670.00	536.00
9/21/15	Robert W. Jones	Teleconference with client.	0.50	770.00	385.00
9/30/15	Brent R. McIlwain	Analyze issues regarding refinancing or sale (.6); calls regarding same (.3).	0.90	670.00	603.00
	<b>RFIN</b>	<b>Refinance and/or Capital Raise</b>	<b>55.90</b>		<b>35,445.50</b>

## TASK/ ACTIVITY

### STAY Relief from Stay Proceedings

<u>DATE</u>	<u>PROFESSIONAL</u>	<u>DESCRIPTION</u>	<u>HOURS</u>	<u>RATE</u>	<u>AMOUNT</u>
9/28/15	Brian J. Smith	Review lift stay materials.	4.50	545.00	2,452.50
9/29/15	Robert W. Jones	Review declaration; assist with preparation of response to relief stay motion.	0.80	770.00	616.00
9/30/15	Brent R. McIlwain	Review lift stay response (.4); analyze issues regarding same (.4).	0.80	670.00	536.00
9/30/15	Brian J. Smith	Review lift stay issues.	2.50	545.00	1,362.50
	<b>STAY</b>	<b>Relief from Stay Proceedings</b>	<b>8.60</b>		<b>4,967.00</b>
	<b>TOTAL FEES FOR PROFESSIONAL SERVICES</b>			\$	<b>304,338.00</b>



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## TASK SUMMARY CURRENT INVOICE

<u>Code</u>	<u>Description</u>	<u>Hours</u>	<u>Amount</u>
BOPS	Business Operations	34.90	24,456.00
CADM	Case Administration	263.40	161,891.00
CCOL	Cash Collateral	59.90	40,945.50
FEAP	Fee/Employment Applications	12.00	5,713.50
MTCR	Meetings of Creditors	34.00	18,867.50
PLAN	Plan and Disclosure Statement	16.60	12,052.00
REFIN	Refinance and/or Capital Raise	55.90	35,445.50
STAY	Relief from Stay Proceedings	8.60	4,967.00
<b>TOTAL:</b>		<b>485.30</b>	<b>304,338.00</b>

## PROFESSIONAL SUMMARY THROUGH SEPTEMBER 30, 2015

<u>Professional</u>	<u>Hours</u>	<u>Amount</u>
Brent R. McIlwain	147.10	98,557.00
Mitchell J. Geller	2.90	2,131.50
Robert W. Jones	105.10	80,927.00
Joseph A. Steinberg	14.90	8,567.50
Alvin F. Benton, Jr	12.10	3,751.00
Brian J. Smith	202.20	110,199.00
Priscilla A. Tobias	0.50	95.00
Steven C. Patterson	0.50	110.00

## REIMBURSABLE COSTS THROUGH SEPTEMBER 30, 2015:

<u>Date</u>	<u>Description</u>	<u>Amount</u>
07/01/15	SoundPath Teleconferencing Services USER DEFINED 1: McIlwain, Brent R. USER DEFINED 2: Dallas	4.66
07/03/15	SoundPath Teleconferencing Services USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	12.69
07/08/15	OTHER Brian J. Smith; Filing Fees and Related; RREAF - Bankruptcy Filing Fees (\$5,151.00 + \$1,717.00).; 07/08/15	6,868.00

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07/08/15	Special Delivery Service, Inc. - Invoice # 482381 - Holland & Knight - 07/08/15	58.91
07/09/15	Out Of Town Travel Robert W. Jones; Taxi; San Antonio, TX - Attendance at Court Hearing - Taxi Fare; 07/09/15	33.00
07/09/15	Out Of Town Travel Robert W. Jones; Taxi; San Antonio, TX - Attendance at Court Hearing - Taxi Fare; 07/09/15	10.00
07/09/15	Meals Brent R. McIlwain; Dinner; RREAF Court Hearing - Dinner at Sky Canyon; 07/09/15	30.99
07/10/15	Out Of Town Travel Brent R. McIlwain; Parking; RREAF Court Hearing - Dallas Love Field Airport Parking; 07/10/15	17.00
07/10/15	Out Of Town Travel Brent R. McIlwain; Lodging; RREAF Court Hearing - Doubletree-Emily Morgan Hotel; 07/09/2015 through 07/10/2015	185.63
07/10/15	Out Of Town Travel Robert W. Jones; Taxi; San Antonio, TX - Attendance at Court Hearing - Taxi Fare; 07/10/15	27.00
07/10/15	Out Of Town Travel Robert W. Jones; Lodging; San Antonio, TX - Attendance at Court Hearing - Doubletree-Emily Morgan Hotel; 07/09/2015 through 07/09/2015	185.63
07/10/15	Meals Robert W. Jones; Brent R. McIlwain; Breakfast; San Antonio, TX - Attendance at Court Hearing - Doubletree-Emily Morgan Hotel; 07/10/15	63.21
07/10/15	Meals Brent R. McIlwain; Robert W. Jones; Lunch; RREAF Court Hearing - Lunch at Oro Restaurant; 07/10/15	41.64

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07/13/15	SoundPath Teleconferencing Services USER DEFINED 1: Smith, Brian J. USER DEFINED 2: Dallas	10.90
07/16/15	Federal Express - Invoice # 5-105-98490 - Clerk of the United States Bankruptcy Court - 07/16/15	14.08
07/17/15	OTHER Odyssey Document Services, Inc.; Invoice # 19645; Invoice Date 07/17/2015; Copy services	604.61
07/20/15	Robert W Jones - Conference call on 07/20/2015 USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	3.74
07/22/15	Brent R McIlwain - Conference call on 07/22/2015 USER DEFINED 1: McIlwain, Brent R. USER DEFINED 2: Dallas	8.78
07/22/15	OTHER Odyssey Document Services, Inc.; Invoice # 19649; Invoice Date 07/22/2015; Copy services regarding B Smith	155.50
07/27/15	Brent R McIlwain - Conference call on 07/27/2015 USER DEFINED 1: McIlwain, Brent R. USER DEFINED 2: Dallas	7.23
07/28/15	Out Of Town Travel Brent R. McIlwain; Taxi; RREAF Bankruptcy- Hearing - San Antonio Taxis; 07/28/15	30.00
07/28/15	Meals Brent R. McIlwain; Meals - Local; RREAF Bankruptcy-Hearing - Dinner at Palomino (on way to airport).; 07/28/15	75.06
07/28/15	OTHER Odyssey Document Services, Inc.; Invoice # 19651; Invoice Date 07/28/2015; Copy services	63.44

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07/28/15	OTHER	404.52
	Odyssey Document Services, Inc.; Invoice # 19654; Invoice Date 07/28/2015; Copy services for Brian Smith	
07/28/15	OTHER	387.07
	Odyssey Document Services, Inc.; Invoice # 19655; Invoice Date 07/28/2015; Copy services and postage fee	
07/28/15	OTHER	77.27
	Odyssey Document Services, Inc.; Invoice # 19656; Invoice Date 07/28/2015; Copy services and postage fee	
07/29/15	Out Of Town Travel	23.00
	Brent R. McIlwain; Parking; RREAF Bankruptcy- Hearing - Parking at Dallas Love Field; 07/29/15	
07/29/15	Out Of Town Travel	220.66
	Brent R. McIlwain; Lodging; RREAF Bankruptcy- Hearing - Doubletree Emily Morgan Hotel; 07/28/2015 through 07/29/2015	
07/29/15	Out Of Town Travel	30.00
	Brent R. McIlwain; Taxi; RREAF Bankruptcy- Hearing - Star Cab; 07/29/15	
07/29/15	Meals	39.48
	Brent R. McIlwain; Luigi Major; Meals - Other; RREAF Bankruptcy-Hearing - Oro Restaurant & Bar; 07/29/15	
07/29/15	Meals	67.21
	Brent R. McIlwain; Jon Moyer, Tony Mannes; Lunch; RREAF Bankruptcy-Hearing - Doubletree Emily Morgan Hotel; 07/29/15	
07/29/15	OTHER	12.62
	Brent R. McIlwain; Telephone; RREAF Bankruptcy- Hearing - Doubletree Emily Morgan Hotel; 07/29/15	

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07/31/15	Robert W Jones - Conference call on 07/31/2015 USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	7.98
08/03/15	Robert W Jones - Conference call on 08/03/2015 USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	3.89
08/04/15	Brian Smith - Conference call on 08/04/2015 USER DEFINED 1: Smith, Brian J. USER DEFINED 2: Dallas	6.59
08/05/15	OTHER Odyssey Document Services, Inc.; Invoice # 19672; Invoice Date 08/05/2015; Copy Services - Postage Fee	112.73
08/13/15	Out Of Town Travel Brian J. Smith; Parking; Freedom Park at DFW Airport (re: trip to Midland, TX, to attend hearing); 08/13/15	28.64
08/13/15	OTHER Odyssey Document Services, Inc.; Invoice # 19677; Invoice Date 08/13/2015; Copy services	425.55
08/14/15	Robert W Jones - Conference call on 08/14/2015 USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	8.72
08/21/15	Brent R McIlwain - Conference call on 08/21/2015 USER DEFINED 1: McIlwain, Brent R. USER DEFINED 2: Dallas	1.45
09/02/15	Out Of Town Travel Visa Airfare B.MCILWAIN/2124554947 Depart Date:07/09/15 Arr Date:07/10/15 Dallas/San Antonio	528.50

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09/02/15	Out Of Town Travel	-16.00
	Visa Airfare	
	R.JONES/2125116531	
	Depart Date:07/09/15 Arr Date:07/10/15	
	Dallas/San Antonio	
09/02/15	Out Of Town Travel	520.00
	Visa Airfare	
	R.JONES/2124558123	
	Depart Date:07/09/15 Arr Date:07/10/15	
	Dallas/San Antonio	
09/02/15	Out Of Town Travel	-8.50
	Visa Airfare	
	B.MCILWAIN/2124559860	
	Depart Date:07/09/15 Arr Date:07/10/15	
	Dallas/San Antonio	
09/02/15	Out Of Town Travel	484.00
	Visa Airfare	
	B.MCILWAIN/2129817785	
	Depart Date:07/28/15 Arr Date:07/29/15	
	Dallas/San Antonio	
09/02/15	Out Of Town Travel	12.50
	Visa Airfare	
	B.MCILWAIN/5072720463	
	Depart Date:07/28/15 Arr Date:07/29/15	
	Dallas/San Antonio	
09/10/15	OTHER	159.07
	Odyssey Document Services, Inc.; Invoice #	
	19692; Invoice Date 09/10/2015; Copy Services	
	and Postage Fee	
09/14/15	Robert W Jones -	6.28
	Conference call on 09/14/2015	
	USER DEFINED 1: Jones, Robert W.	
	USER DEFINED 2: Dallas	

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09/15/15	Robert W Jones - Conference call on 09/15/2015 USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	9.81
09/16/15	Robert W Jones - Conference call on 09/16/2015 USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	4.00
09/24/15	Robert W Jones - Conference call on 09/24/2015 USER DEFINED 1: Jones, Robert W. USER DEFINED 2: Dallas	3.56
09/29/15	OTHER Brian J. Smith; Court Reporter Fees; RREAF-BR - Purchase of Transcript; 09/29/15	450.00
09/30/15	OTHER CT Lien Solutions; Invoice # 2361462; Invoice Date 09/30/2015; State lien search in Delaware regarding RREAF O&G Portfolio #2 LLC, RREAF O&G Portfolio #2 Manager LLC, RREAF O&G Portfolio #3 LLC, and RREAF O&G Portfolio #3 LLC. Misc Online Research	480.32          20.20

**Total Reimbursable Costs :** \$ 13,022.82

**TOTAL FEES FOR PROFESSIONAL SERVICES:** \$ 304,338.00

<b>TOTAL REIMBURSABLE COSTS:</b>	<b>\$</b>	<b>13,022.82</b>
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<b>TOTAL DUE:</b>	<b>\$ 317,360.82</b>
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